

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

IN RE:)
)
NATIONAL FORGE COMPANY, *et, al.*)
)
Debtor.)
)
OFFICIAL COMMITTEE OF)
UNSECURED CREDITORS OF)
NATIONAL FORGE COMPANY,)
)
Plaintiff)
)
And)
)
OFFICIAL COMMITTEE OF RETIREES)
OF NATIONAL FORGE COMPANY,)
)
Interveners)
)
v.) C.A. No. 04-21 ERIE
)
)
E. ROGER CLARK, both individually and)
as an officer and director of National Forge)
Company; MAURICE J. CASHMAN, both)
individually and as an officer and director of)
National Forge Company; DANA)
BEYELER, both individually and as an)
officer and director of National Forge)
Company; ROBERT A KAEMMERER,)
both individually and as an officer and)
director of National Forge Company;)
DANIEL ANTOS; WILLIAM D. BAILEY;)
RICHARD A. BREWSTER; JAMES E.)
CALDWELL; LARRY CAMPBELL;)
JAMES C. CONFER; RICHARD)
D'ALESSANDRO; DONALD FISSEL;)
JAMES B. HARRIS; THOMAS H.)
JACKSON; ASHOK K. KHARE; CARL J.)
LUPPINO; CLARENCE E. MASON;)
HAROLD MURPHY; PHILIP R.)
NONOSEL; CHARLES R. OLSON; JAMES)
D. RUHLMAN; PHILLIP R. SIMONS;)
GLENN E. TURK; RONALD L. YOUNG;)

BARRY ZISCHKAU; J.P. MORGAN)
CHASE & CO., as a Lender and an Agent on)
behalf of Certain Lenders under Various)
Amendments to Amended and Restated)
Credit Agreement dated April 6, 1998 ;)
FLEET BUSINESS CREDIT)
CORPORATION; and NATIONAL CITY)
BANK OF PENNSYLVANIA,)
)
Defendants)

**JOINDER OF JPMORGAN CHASE & CO., FLEET BUSINESS
CREDIT CORPORATION AND NATIONAL CITY BANK OF
PENNSYLVANIA IN THE MOTION FOR SUMMARY JUDGMENT AND
OPENING BRIEF OF DEFENDANTS E. ROGER CLARK,
MAURICE J. CHASMAN, DANA BEYELER AND ROBERT A. KAEMMERER**

JPMorgan Chase & Co., Fleet Business Credit Corporation and National City Bank of Pennsylvania (hereinafter, collectively referred to as the “Lenders”), by JPMorgan Chase & Co. as Agent for the Lenders through its undersigned counsel, respectfully submit this Joinder in the Motion for Summary Judgment (the “Motion”) and Opening Brief in Support of the Motion filed this date (the “Brief”) and state as follows:

1. The Lenders agree with the statements of facts, arguments, and authorities set forth in the Motion and Brief.
2. The Lenders assert that the arguments and authorities set forth in the Motion and Brief apply with equal force to the Lenders and, therefore, join in the Motion and the Brief.

WHEREFORE, the Lenders respectfully request that the Court grant the relief requested in the Motion as to all Defendants, including the Lenders, and grant such other and further relief

as the Court deems just and proper.

Respectfully submitted,

Date: September 26, 2005

/s/ Joel M. Walker
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Counsel for JPMorgan Chase & Co.,
Fleet Business Credit Corporation and
National City Bank of Pennsylvania

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on this 26th day of September 2005, I served or caused to be served a copy of the foregoing Joinder of JPMorgan Chase & Co., Fleet Business Credit Corporation, and National City Bank of Pennsylvania in the Motion for Summary Judgment and Opening Brief of Defendants E. Roger Clark, Maurice J. Cashman, Dana Beyeler, and Robert A. Kaemmerer upon the following parties via first-class, postage prepaid U.S. mail:

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/s/ Joel M. Walker
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